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CHICMAX

Shanghai Chicmax Cosmetic Co., Ltd. 上海上美化妝品股份有限公司

(A joint stock company incorporated in the People's Republic of China with limited liability)

(Stock code: 2145)

NOTICE OF THE FIRST 2023 EGM

Notice is hereby given that the first 2023 extraordinary general meeting (the “**First 2023 EGM**”) of Shanghai Chicmax Cosmetic Co., Ltd. (the “**Company**”) will be held at Meeting Room, 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, the PRC on Monday, 16 October 2023 at 2:00 p.m., for the purpose of considering and, if thought fit, passing the following resolutions:

ORDINARY RESOLUTION

1. To consider and approve the proposed distribution of an interim dividend of RMB0.2 per share for the six months ended 30 June 2023.

SPECIAL RESOLUTIONS

2. To approve and adopt the proposed amendments to the Articles of Association as set out in Appendix I to the circular of the Company dated 26 September 2023.
3. To approve and adopt the proposed amendments to the Rules of Procedure for the General Meetings as set out in Appendix II to the circular of the Company dated 26 September 2023.
4. To approve and adopt the proposed amendments to the Rules of Procedure for the Board of Directors as set out in Appendix III to the circular of the Company dated 26 September 2023.
5. To approve and adopt the proposed amendments to the Rules of Procedure for the Board of Supervisors as set out in Appendix IV to the circular of the Company dated 26 September 2023.

By Order of the Board
Shanghai Chicmax Cosmetic Co., Ltd.
上海上美化妝品股份有限公司

Mr. Lyu Yixiong

Chairman of the Board, Executive Director and Chief Executive Officer

Shanghai, the PRC
26 September 2023

Notes:

1. All resolutions at the First 2023 EGM will be taken by poll (except where the chairman decides to allow a resolution relating to a procedural or administrative matter to be voted on by a show of hands) pursuant to the Rules Governing the Listing of Securities on The Stock Exchange of Hong Kong Limited. The results of the poll will be published on the websites of the Company at <http://www.chicmaxgroup.com> and Hong Kong Exchanges and Clearing Limited at www.hkexnews.hk after the First 2023 EGM.
2. For details of the resolutions to be approved in this First 2023 EGM, please refer to the circular of the Company dated 26 September 2023 (the “Circular”). Unless the context requires otherwise, the terms used in this notice of First 2023 EGM shall have the meaning same as those used in the Circular.
3. For determining the entitlement to attend and vote at the First 2023 EGM, the register of members of H Shares of the Company would be closed from Saturday, 16 September 2023 to Monday, 16 October 2023, both days inclusive, during which period no share transfers of the Company would be registered. In order to be eligible to attend and vote at the First 2023 EGM, all transfers forms accompanied by the relevant share certificates must be lodged for registration with the Company’s H share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong not later than 4:30 p.m. on Friday, 15 September 2023 (for H Share Holders).
4. H Share Holders and Domestic Share Holders who have the right to attend and vote at the First 2023 EGM are entitled to appoint one or more proxies (whether or not a Shareholder) to attend and vote on his/her/its behalf. For those Shareholders who appoint more than one proxy, such proxies can only exercise their voting rights by way of poll. However, given the arrangements adopted by the Company as set out in the section headed “First 2023 EGM and the Class Meetings Arrangements” in the Letter from the Board of the Circular, Shareholders who wish to vote at the First 2023 EGM shall appoint the chairman of the First 2023 EGM as their proxy to exercise their rights to vote at the First 2023 EGM in accordance with their instructions.
5. As set out in the section headed “First 2023 EGM and the Class Meetings Arrangements” in the Letter from the Board of the Circular, if the Shareholders will not be able to attend the First 2023 EGM in person, Shareholders who wish to vote at the First 2023 EGM shall appoint the chairman of the First 2023 EGM as their proxy by completing the accompanying form of proxy. In order to be valid, the proxy form must be completed and signed in accordance with the instructions printed thereon and return it to the Company’s H Share registrar in Hong Kong, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the First 2023 EGM (for the H Share Holders); or to the business address of the Company in the PRC, at 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, PRC not less than 24 hours before the time appointed for the holding of the First 2023 EGM (for the Domestic Share Holders).
6. If a proxy is appointed to attend the First 2023 EGM on behalf of a Shareholder, the proxy must produce a proxy form which is signed by the appointer or his/her agent so authorised in writing, or if the appointer is a legal person, sealed by the stamp of the legal person or signed by its director or agent so officially authorised. The proxy form shall specify the number of shares represented by the proxy of the Shareholder. Where a Shareholder appoints more than one proxy, he/she shall specify the number of shares represented by each proxy. However, given the arrangements adopted by the Company as set out in the section headed “First 2023 EGM and the Class Meetings Arrangements” in the Letter from the Board of the Circular, Shareholders who wish to vote at the First 2023 EGM shall appoint the chairman of the First 2023 EGM as their proxy to exercise their rights to vote at the First 2023 EGM in accordance with their instructions.
7. If the proxy form is signed by another person as authorised by the appointer, the power of attorney or other authorisation document must be notarised. The notarised power of attorney or other authorisation document must be deposited together with the proxy form at the H Share Registrar of the Company, Tricor Investor Services Limited, at 17/F, Far East Finance Centre, 16 Harcourt Road, Hong Kong, as soon as possible and in any event not less than 24 hours before the time appointed for the holding of the First 2023 EGM (for the H Share Holders) or the business address of the Company in the PRC, at 25 Floor, Building B, No. 3300 Zhongshan North Road, Putuo District, Shanghai, PRC (for Domestic Share Holders) not less than 24 hours before the time for holding the First 2023 EGM.
8. References to time and dates in this notice are to Hong Kong time and dates.

As at the date of this notice, the Board comprises Mr. Lyu Yixiong, Ms. Luo Yan (羅燕), Mr. Feng Yifeng and Ms. Song Yang as executive Directors; Mr. Sun Hao and Ms. Li Hanqiong as non-executive Directors; Mr. Leung Ho Sun Wilson, Ms. Luo Yan (羅妍) and Mr. Liu Yi as independent non-executive Directors.